

**Fill in this information to identify the case:**Debtor Name IOI Payroll Services, Inc.United States Bankruptcy Court for the: Northern District of Indiana  
(State)

Case number (If known):

☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy**

04/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

**1. Debtor's name** IOI Payroll Services, Inc.**2. All other names debtor used in the last 8 years** IOIPayInclude any assumed names, trade names, and *doing business as* names**3. Debtor's federal Employer Identification Number (EIN)** 26-2601202**4. Debtor's address****Principal place of business****Mailing address, if different from principal place of business**1710 Leer Drive

Number Street

Number Street

P.O. Box

Elkhart

City

Indiana

State

46514

ZIP Code

City

State

ZIP Code

**Location of principal assets, if different from principal place of business**County

Number Street

City

State

ZIP Code

**5. Debtor's website (URL)** www.ioipay.com**6. Type of debtor**☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify: \_\_\_\_\_

Debtor IOI Payroll Services, Inc.  
Name

Case number (if known) \_\_\_\_\_

**7. Describe debtor's business****A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101 (51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

**B. Check all that apply:**

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

**C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.**

5412**8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

- ☐ Chapter 7
- ☐ Chapter 9
- ☒ Chapter 11. **Check all that apply:**

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**☒ No☐ Yes.District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

If more than 2 cases, attach a separate list.

District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**☐ No☒ Yes.Debtor See Attached Schedule 1Relationship AffiliateDistrict Northern District of Indiana When August 11, 2019  
MM / DD / YYYY

List all cases. If more than 1, attach a separate list.

Case number, if known \_\_\_\_\_

Debtor IOI Payroll Services, Inc.  
Name

Case number (if known) \_\_\_\_\_

**11. Why is the case filed in this district?***Check all that apply:*

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

- ☒ No
- ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention?** (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
What is the hazard? \_\_\_\_\_
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other \_\_\_\_\_

**Where is the property?**

Number \_\_\_\_\_ Street \_\_\_\_\_

\_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

**Is the property insured?**

- ☐ No
- ☐ Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information****13. Debtor's estimation of available funds***Check one:*

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

**14. Estimated number of creditors**

- |   |  |  |
|---|--|--|
| <input type="checkbox"/> 1-49               | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99              | <input type="checkbox"/> 5,001-10,000  | <input type="checkbox"/> 50,001-100,000    |
| <input checked="" type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999            |  |  |

**15. Estimated assets**

- |  |  |  |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000          | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million           | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million          | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million         | <input type="checkbox"/> More than \$50 billion        |

**16. Estimated liabilities**

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000          | <input type="checkbox"/> \$1,000,001-\$10 million             | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input checked="" type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million           | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million          | <input type="checkbox"/> More than \$50 billion        |

Debtor IOI Payroll Services, Inc.  
NameCase number (if known)  
\_\_\_\_\_**Request for Relief, Declaration, and Signatures****WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature of authorized representative of debtor**

- ☐ The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- ☐ I have been authorized to file this petition on behalf of the debtor.
- ☐ I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 11, 2019  
MM / DD / YYYY**X**/s/ Daniel Wikel

Signature of authorized representative of debtor

Daniel Wikel

Printed name

Chief Restructuring Officer  
Title**18. Signature of attorney****X**/s/ Andrew Kight

Signature of attorney for debtor

Date August 11, 2019

MM / DD / YYYY

Andrew Kight  
Printed nameJacobson Hile Kight LLC  
Firm name108 E. 9<sup>th</sup> Street  
Number StreetIndianapolis  
CityIndiana  
State46202  
ZIP Code317.608.1140  
Contact phoneakight@jhklegal.com  
Email address20718-29  
Bar numberIndiana  
State

**SCHEDULE 1 TO PETITION**

**Pending Bankruptcy Cases in the Northern District of Indiana**  
**Filed by the Debtor and Affiliates of the Debtor**

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Northern District of Indiana (the “Court”). A motion has been filed with the Court requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered under the case number assigned to the chapter 11 case of Interlogic Outsourcing, Inc.

1. Interlogic Outsourcing, Inc.
2. TimePlus Systems, LLC
3. IOI West, Inc.
4. Lakeview Technology, Inc.
5. Lakeview Holdings, Inc.
6. ModEarn, Inc.

**WRITTEN CONSENT  
OF THE SOLE DIRECTOR IN LIEU OF A MEETING  
OF  
IOI PAYROLL SERVICES, INC.**

August 8, 2019

The undersigned, being the independent and sole Director (the “Director”) of IOI Payroll Services, Inc., an Indiana corporation (the “Company”), hereby waives the calling, notice, and holding of a special meeting and, in lieu thereof, acting pursuant to the authority of the bylaws of the Company and the Indiana Business Corporation Law and after full consideration, hereby consents to and adopts the following resolutions by giving his express written consent thereto.

**1. APPROVAL OF CHAPTER 11 FILING**

**WHEREAS**, the Director has considered presentations by the management and the financial and legal advisors of the Company regarding the liabilities and liquidity situation of the Company, the strategic alternatives available to it, and the effect of the foregoing on the Company’s business;

**WHEREAS**, the Director has consulted with the management and the financial and legal advisors of the Company and fully considered each of the strategic alternatives available to the Company; and

**WHEREAS**, after careful consideration, the Director has determined that it is desirable and in the best interests of the Company, its creditors, and other parties in interest, that the Company file or cause to be filed a voluntary petition for relief (the “Chapter 11 Case”) under the provisions of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Indiana (the “Bankruptcy Court”).

**NOW, THEREFORE, BE IT RESOLVED**, that the Company shall be, and hereby is, authorized to file or cause to be filed the Chapter 11 Case under the provisions of the Bankruptcy Code in the Bankruptcy Court; and

**FURTHER RESOLVED**, that any officer or director of the Company (collectively, the “Authorized Signatories”), acting alone or with one or more other Authorized Signatories be, and hereby are, authorized, empowered, and directed to execute and file on behalf of the Company all motions, papers, documents, or other filings, and to take any and all action that they deem necessary or proper to obtain such relief, including any action necessary to maintain the ordinary-course operation of the Company’s business.

**2. DIP FINANCING**

**NOW, THEREFORE, BE IT RESOLVED**, that each of the Authorized Signatories (and their designees and delegates) be, and hereby is, authorized and empowered, to negotiate and enter into debtor-in-possession financing, including that certain Debtor in Possession Credit and Security Agreement, by and among the Company and certain of its affiliates, as debtors in possession, ModEarn, Inc., as

guarantor, and KeyBank National Association, as lender.

### 3. GENERAL

**NOW, THEREFORE, BE IT RESOLVED**, that, in addition to the specific authorizations heretofore conferred upon each Authorized Signatory, each of the Authorized Signatories (and their designees and delegates) be, and hereby is, authorized and empowered, in the name of and on behalf of the Company, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver, and file any and all such agreements, certificates, instruments, and other documents and to pay all expenses, including but not limited to filing fees, in each case as in such Authorized Signatory's (or their respective designees' or delegates') reasonable business judgment, shall be necessary, advisable, or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein;

**FURTHER RESOLVED**, that the Director has received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as may be required by the organizational documents of the Company, or hereby waives any right to have received such notice;

**FURTHER RESOLVED**, that all actions taken by each of the Authorized Signatories (and their designees and delegates) to carry out the purposes and intent of the foregoing resolutions prior to their adoption are approved, ratified, and confirmed;

**FURTHER RESOLVED**, that each Authorized Signatory (and his designees and delegates) be, and hereby is, authorized and empowered to take all actions, or to not take any action in the name of the Company, with respect to the transactions contemplated by these resolutions hereunder, as such Authorized Signatory shall deem necessary or desirable in such Authorized Signatory's reasonable business judgment, as may be necessary or convenient to effectuate the purposes of the transactions contemplated herein; and

**FURTHER RESOLVED**, that this consent may be executed in as many electronic or original counterparts as may be required, and all counterparts shall collectively constitute one and the same consent.

\* \* \* \* \*

**IN WITNESS WHEREOF**, the undersigned has executed this written consent as of the date first set forth above.

  
\_\_\_\_\_  
Timothy Daileader

Being the sole director of:

IOI Payroll Services, Inc.



**Fill in this information to identify the case:**

Debtor name: Interlogic Outsourcing, Inc., *et al.*  
 United States Bankruptcy Court for the: Northern District of Indiana  
 Case number (if known): \_\_\_\_\_

☐ Check if this is an amended filing
Official Form 204

## Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
1 E-GINEERING ATTN: TROY KELLEY, DON TAGGART 8415 ALLISON POINTE BLVD SUITE 200 INDIANAPOLIS, IN 46250	E-GINEERING ATTN: TROY KELLEY, DON TAGGART PHONE: 317-348-1780 FAX: 317-348-1781 EMAIL: accounting@e-gineering.com	Trade	N/A			\$159,425.00
2 FEDERAL EXPRESS ATTN: FREDERICK W. SMITH 3610 HACKS CROSS ROAD A MEMPHIS, TN 38125	FEDERAL EXPRESS ATTN: FREDERICK W. SMITH PHONE: 1-800-463-3339 FAX: 877-229-4766 EMAIL:	Trade	N/A			\$69,751.63
3 AUNALYTICS, INC ATTN: NITESH CHAWLA, GREG DAVIS, & DAVID CIESLAK 460 STULL ST. SUITE 100 SOUTH BEND, IN 46601	AUNALYTICS, INC ATTN: NITESH CHAWLA, GREG DAVIS, & DAVID CIESLAK PHONE: 855-799-3282 EMAIL: info@aunalytics.com	Trade	N/A			\$42,277.00
4 SWIPECLOCK.COM ATTN: COLEMAN BARNEY 10813 S RIVER FRONT PKWY #525 SOUTH JORDAN, UT 84095	SWIPECLOCK.COM ATTN: COLEMAN BARNEY PHONE: (801) 617-1234 Ext. 0170 FAX: 801-617-1235 EMAIL: cswan@swipeclock.com	Trade	N/A			\$26,470.85
5 MCE INC ATTN: MIKE PRESNAL 1925 GOODSON CT SOUTH BEND, IN 46613	MCE INC ATTN: MIKE PRESNAL PHONE: (574) 288-4656 FAX: 574-288-4810	Trade	N/A			\$26,260.86
6 TRACE3 ATTN: Jay DeBois 5555 CORPORATE EXCHANGE CT GRAND RAPIDS, MI 49512	TRACE3 ATTN: Jay DeBois PHONE: 616-281-5566 FAX: 616-281-5656	Trade	N/A			\$17,300.50
7 BLACKBAUD, INC ATTN: PRESIDENT OR GENERAL COUNSEL 65 FAIRCHILD STREET CHARLESTON, SC 29492	BLACKBAUD, INC ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: (800) 468-8996 FAX: 843-216-6100 EMAIL: accounts.receivable@blackbaud.com; BlackbaudAccounts.Receivable@blackbaud.com	Trade	N/A			\$13,500.00
8 VONAGE BUSINESS ATTN: PRESIDENT OR GENERAL COUNSEL 23 MAIN STREET HOLMDEL, NJ 07733	VONAGE BUSINESS ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: (888) 616-6414 EMAIL: bsqbilling@vonage.com	Trade	N/A			\$10,403.15

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
9 FIREVINE ADVERTISING & DESIGN ATTN: PRESIDENT OR GENERAL COUNSEL 101 E. MISHAWAKA AVE. MISHAWAKA, IN 46545	FIREVINE ADVERTISING & DESIGN ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: 269-663-5528 EMAIL: info@firevine.com	Trade	N/A			\$10,000.00
10 CDW COMPUTER CENTERS, INC ATTN: THOMAS E. RICHARDS 200 NORTH MILWAUKEE AVENUE VERNON HILLS, IL 60061	CDW COMPUTER CENTERS, INC ATTN: THOMAS E. RICHARDS PHONE: (312) 705-6927 EMAIL: credit@cdw.com	Trade	N/A			\$9,063.38
11 THAT ESSENTIAL SPARK ATTN: PRESIDENT OR GENERAL COUNSEL 15 ROBIN LANE GREENLAND, NH 03840	THAT ESSENTIAL SPARK ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: 574-339-9027 EMAIL: debra@thatessentialsark.com	Trade	N/A			\$8,900.00
12 PROFORMA CORPORATE SOLUTIONS ATTN: PRESIDENT OR GENERAL COUNSEL 6800 WEST GATE BLVD, STE 132-474 AUSTIN, TX 78745	PROFORMA CORPORATE SOLUTIONS ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: (800) 817-6289 EMAIL: jon.nielson@proforma.com	Trade	N/A			\$8,437.54
13 MIDWEST AUTOMATED TIME SYSTEMS ATTN: PRESIDENT OR GENERAL COUNSEL 2324 WEST 63RD STREET DAVENPORT, IA 52806	MIDWEST AUTOMATED TIME SYSTEMS ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: (563) 386-9393 FAX: (563) 386-9393	Trade	N/A			\$8,062.40
14 AQUASCAPES OF MICHIANA ATTN: PRESIDENT OR GENERAL COUNSEL 58416 COUNTY ROAD 7 ELKHART, IN 46517	AQUASCAPES OF MICHIANA ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: 630-659-2000 EMAIL: info@aquascapesofmichiana.com	Trade	N/A			\$8,000.00
15 AXIATP ATTN: ROGER VEACH, JASON ROSS, JOSH ROSS 151 N. DELAWARE STREET SUITE 1750 INDIANAPOLIS, IN 46204	AXIATP ATTN: ROGER VEACH, JASON ROSS, JOSH ROSS PHONE: (866) 459-5360 Ext. 0355 EMAIL: support@axiatp.com	Trade	N/A			\$7,467.79
16 GET FIT GET HEALTHY ATTN: PRESIDENT OR GENERAL COUNSEL 2606 PEDDLERS VILLAGE ROAD SUITE 215 GOSHEN, IN 46526	GET FIT GET HEALTHY ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: 574-534-1135 EMAIL: tkenyon1@gfgh.me	Trade	N/A			\$6,885.00
17 BARNES & THORNBURG, LLP ATTN: BRADFORD G. ADDISON 100 NORTH MICHIGANSOUTH BEND, IN 46601-1632	BARNES & THORNBURG, LLP ATTN: BRADFORD G. ADDISON PHONE: 574-233-1171 FAX: 574-237-1125 EMAIL: bradford.addison@btlaw.com	Professional	N/A			\$5,928.50
18 SHRM ATTN: DAVID WINDLEY, CORETHA M. RUSHING, JOHNNY C. TAYLOR, JR. 1800 DUKE ST ALEXANDRIA, VA 22314	SHRM ATTN: DAVID WINDLEY, CORETHA M. RUSHING, JOHNNY C. TAYLOR, JR. PHONE: 1-800-283-7476 FAX: 703-535-6477 EMAIL: board@shrm.org; shrmceo@shrm.org	Trade	N/A			\$5,300.00
19 US SIGNAL ATTN: PRESIDENT OR GENERAL COUNSEL 201 IONIA AVE SW GRAND RAPIDS, MI 49503	US SIGNAL ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: 866-274-4625 FAX: 616-988-0414 EMAIL: info@ussignal.com	Trade	N/A			\$4,563.22

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
20 FLEXENTIAL ATTN: PRESIDENT OR GENERAL COUNSEL 8809 LENOX POINTE DRIVE SUITE G CHARLOTTE, NC 28273	FLEXENTIAL ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: 888-552-3539 EMAIL: partners@flexential.com	Trade	N/A			\$4,300.00
21 QUILL CORPORATION ATTN: PRESIDENT OR GENERAL COUNSEL 100 SCHELTER RD LINCOLNSHIRE, IL 60069	QUILL CORPORATION ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: 1-800-789-1331 FAX: 800-789-8955 EMAIL: arpayment@quill.com	Trade	N/A			\$4,296.72
22 LOGMEIN USA, INC. ATTN: PRESIDENT OR GENERAL COUNSEL 320 SUMMER STREET BOSTON, MA 02210	LOGMEIN USA, INC. ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: 1-781-897-0694 EMAIL: investorrelations@logmein.com	Trade	N/A			\$3,204.27
23 MOSER CONSULTING ATTN: TYRON MOSER 6220 CASTLEWAY WEST DRIVE INDIANAPOLIS, IN 46250	MOSER CONSULTING ATTN: TYRON MOSER PHONE: 317-596-8022 EMAIL: finance@moserit.com	Trade	N/A			\$2,700.00
24 MAILFINANCE ATTN: PRESIDENT OR GENERAL COUNSEL 478 WHEELERS FARMS ROAD MILFORD, CT 06461	MAILFINANCE ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: 800-636-7678	Trade	N/A			\$1,963.89
25 SHRED-IT USA ATTN: PRESIDENT OR GENERAL COUNSEL 81 WALSH DRIVE PARSIPPANY, NJ 07054	SHRED-IT USA ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: 888-750-6450 EMAIL: Shreditcare@Stericycle.com	Trade	N/A			\$1,856.50
26 CORPORATE GRAPHIC SOLUTIONS ATTN: PRESIDENT OR GENERAL COUNSEL 2929 MISHAWAKA AVE SOUTH BEND, IN 46615	CORPORATE GRAPHIC SOLUTIONS ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: (574) 264-7738 FAX: 574-387-4491 EMAIL: info@c-g-s.com	Trade	N/A			\$1,769.33
27 SYNCSTREAM SOLUTIONS ATTN: PRESIDENT OR GENERAL COUNSEL #1 GALLERIA BLVD STE 1518 METAIRIE, LA 70001	SYNCSTREAM SOLUTIONS ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: (877) 291-9256 EMAIL: infoabout@sync-stream.com	Trade	N/A			\$1,100.00
28 AVIS RENT A CAR SYSTEM, INC ATTN: PRESIDENT OR GENERAL COUNSEL 7876 COLLECTIONS CENTER DRIVE CHICAGO, IL 60693	AVIS RENT A CAR SYSTEM, INC ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: 1-866-315-4690 EMAIL: custserv@avis.com	Trade	N/A			\$1,079.00
29 LCWR ATTN: PRESIDENT OR GENERAL COUNSEL C/O NIX CONFERENCE AND MEETING MANAGEMENT ST. LOUIS, MO 63143	LCWR ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: 301-588-4955 FAX: 301-587-4575	Trade	N/A			\$1,040.18
30 LASERSHIP, INC ATTN: PRESIDENT OR GENERAL COUNSEL 1912 WOODFORD RD VIENNA, VA 22182	LASERSHIP, INC ATTN: PRESIDENT OR GENERAL COUNSEL PHONE: (404) 876-8650	Trade	N/A			\$1,011.84

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF INDIANA  
SOUTH BEND DIVISION**

In re:	)	
	)	Chapter 11
	)	
IOI PAYROLL SERVICES, INC.,	)	Case No. 19-____ (____)
	)	
Debtor.	)	(Joint Administration Requested)
	)	

**LIST OF EQUITY SECURITY HOLDERS PURSUANT TO RULE 1007(a)(3)  
OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, IOI Payroll Services, Inc. lists below its respective equity security holders as of the date hereof.

Debtor	Equity Holder	Equity Holder Address	Approximate Percentage Equity Held
IOI Payroll Services, Inc.	Lakeview Holdings, Inc.	1710 Leer Drive Elkhart, Indiana 46514	100%

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF INDIANA  
SOUTH BEND DIVISION**

	)	
In re:	)	Chapter 11
	)	
IOI PAYROLL SERVICES, INC.,	)	Case No. 19-____ (____)
	)	
Debtor.	)	(Joint Administration Requested)
	)	

**CORPORATE OWNERSHIP STATEMENT PURSUANT TO RULE 1007(a)(1)  
OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Pursuant to Rule 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure,  
Lakeview Holdings, Inc. holds 100% of the debtor's equity interests.

**Fill in this information to identify the case and this filing:**

Debtor Name IOI Payroll Services, Inc.

United States Bankruptcy Court for the: Northern District of Indiana  
(State)

Case number (If known): \_\_\_\_\_

**Modified Official Form 202****Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets-Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule \_\_\_\_\_
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders* (Modified Official Form 204)
- ☒ Other document that requires a declaration: Corporate Ownership Statement and List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 11, 2019  
MM / DD / YYYY

**X** /s/ Daniel Wikel  
Signature of individual signing on behalf of debtor

Daniel Wikel  
Printed name

Chief Restructuring Officer  
Position or relationship to debtor